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*Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS  
IN SUPPORT OF REORGANIZED  
DEBTORS' FIFTY-THIRD OMNIBUS  
OBJECTION TO CLAIMS (NO LIABILITY  
SUBCONTRACTOR CLAIMS)**

**Response Deadline:  
January 26, 2021, 4:00 p.m. (PT)**

**Hearing Information If Timely Response Made:**

Date: February 9, 2021

Time: 10:00 a.m. (Pacific Time)

Place: (Telephonic Appearances Only)  
United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

1 I, Robb C. McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby  
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,  
3 information, and belief:

4 1. I am a Managing Director at the firm of AlixPartners, LLP ("**AlixPartners**"), which is  
5 an affiliate of both AlixPartners, LLC and AP Services, LLC, ("**APS**"). APS was previously retained to  
6 provide interim management services to PG&E Corporation and Pacific Gas and Electric Company, as  
7 debtors and reorganized debtors (collectively, the "**Debtors**," and as reorganized pursuant to the Plan,  
8 the "**Reorganized Debtors**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"). I  
9 submit this Declaration in support of the *Reorganized Debtors' Fifty-Third Omnibus Objection to Claims*  
10 (*No Liability Subcontractor Claims*) (the "**Omnibus Objection**"),<sup>1</sup> filed contemporaneously herewith.

11 2. In my current position, I am responsible for overseeing the Bankruptcy Case Management  
12 component of AlixPartners' assignment to assist the Reorganized Debtors with various matters related  
13 to these Chapter 11 Cases. My area of responsibility includes the effort by AlixPartners, in coordination  
14 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,  
15 other than (a) Fire Claims and Subrogation Wildfire Claims and (b) providing limited support with  
16 respect to Securities Claims. I am generally familiar with the Reorganized Debtors' day-to-day  
17 operations, financing arrangements, business affairs, and books and records. Except as otherwise  
18 indicated herein, all facts set forth in this Declaration are based upon my personal knowledge, the  
19 knowledge of other APS professionals working under and alongside me on this matter, my discussions  
20 with the Reorganized Debtors' personnel, the Reorganized Debtors' various other advisors and counsel,  
21 and my review of relevant documents and information prepared by the Reorganized Debtors. If called  
22 upon to testify, I would testify competently to the facts set forth in this Declaration. I am authorized to  
23 submit this declaration on behalf of the Reorganized Debtors.

24 3. The AlixPartners team under my supervision has been actively and intimately involved  
25 in the claims review and reconciliation process since shortly after the filing of these Chapter 11 Cases.  
26 AlixPartners initially assisted the Debtors in the preparation of their bankruptcy schedules based on the

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27 <sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in  
28 the Omnibus Objection.

1 Debtors' books and records. As claims were filed, AlixPartners coordinated with the Debtors the process  
2 of reconciling filed claims with the Debtors' schedules and books and records to determine the validity  
3 of filed claims based on those schedules and books and records. AlixPartners has developed and  
4 maintains a claims reconciliation database and various data management applications that are used by  
5 the Reorganized Debtors and AlixPartners to identify both valid claims as well as claims that are not  
6 valid in whole or in part and the appropriate grounds for objection to such claims. AlixPartners is now  
7 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to  
8 resolve disputed claims, including by formal objections as necessary.

9 4. As part of the claims review and reconciliation process described above, the AlixPartners  
10 team, working with the Reorganized Debtors' personnel and other professionals, has identified a number  
11 of scheduled claims and Proofs of Claim for which the Reorganized Debtors are not liable.

12 5. The Omnibus Objection is directed to some of these claims—those identified on  
13 **Exhibit 1**, in the row titled "Creditor" (the "**No Liability Subcontractor Claims**"). The No Liability  
14 Subcontractor Claims arise from Proofs of Claim asserted against the Debtors for amounts incurred by  
15 subcontractors indirectly retained by the Debtors. After reviewing their books and records and the  
16 information submitted with the Proofs of Claim, the Reorganized Debtors have determined that each of  
17 the No Liability Subcontractor Claims is attributable to the relevant general contractor on each project.  
18 The Reorganized Debtors determined this either from the face of the Proof of Claim listing the general  
19 contractor or by follow-up correspondence with the Claimant. In all cases, the Reorganized Debtors  
20 took the additional step of confirming that if the general contractor had filed a Claim, it had already been  
21 satisfied, such that any payment on account of the No Liability Subcontractor Claims would be  
22 duplicative. The Reorganized Debtors thus do not have any direct liability for the No Liability  
23 Subcontractor Claims.

24 6. **Exhibit 1** to the Omnibus Objection was prepared by the AlixPartners team under my  
25 overall supervision, and I am familiar with both documents, their contents, and the process under which  
26 they were prepared.

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1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and  
2 correct to the best of my knowledge, information, and belief. Executed this twenty-third day of  
3 December 2020, in Dallas, Texas.

4 /s/ Robb McWilliams  
Robb McWilliams